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RECEIVED  
00 MAY 15 AM 10:45  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

000003253510--6  
-05/15/00--01172--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Math-U-See of Florida, Inc.  
(proposed corporate name)

Enclosed, please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$70.00.

FROM: Forrest Hobbs  
Name  
2265 Shady Oak Road  
Address  
Melbourne, Florida 32934  
(321) 757-6858  
Telephone Number

Note: Additional copy of articles is needed when certified copy is requested.

ARTICLES OF INCORPORATION  
OF MATH-U-SEE OF FLORIDA, INC.

FILED  
00 MAY 15 AM 10:45  
STATE  
OF FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Math-U-See of Florida, Inc.  
3624 Bluefield Avenue  
Melbourne, FL 32934

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 .

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Thomas P. Flavin, CPA  
330 Fifth Avenue  
Indialantic, Florida 32903

ARTICLE V INCORPORATOR

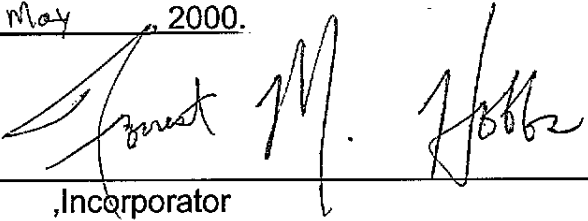
The name and street address of the incorporator to these Articles of Incorporation is:

Thomas P. Flavin, CPA

330 Fifth Avenue

Indialantic, FL 32903

The undersigned has executed these Articles of Incorporation this 9<sup>th</sup> day of May, 2000.

  
\_\_\_\_\_  
,Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
00 MAY 15 AM 10:45  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 601.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

Math-U-See of Florida, Inc.

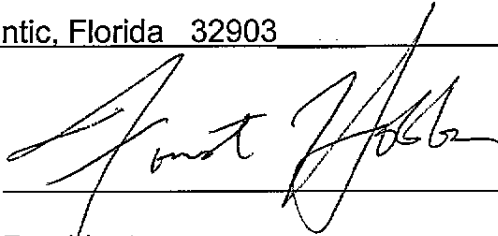
2. The name and address of the registered agent and office is:

Thomas P. Flavin, CPA

330 Fifth Avenue

Indialantic, Florida 32903

Signature:



Title:

President

Date:

May 9, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:



Date:

5/9/00